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BEFORE THE ARIZONA CORPORATION COMMISSION

Arizona Corporation Commission

COMMISSIONERS**DOCKETED**

TOM FORESE - Chairman
 BOB BURNS
 ANDY TOBIN
 BOYD DUNN
 JUSTIN OLSON

AUG 8 2018

DOCKETED BY

In the matter of)	DOCKET NO. S-21013A-17-0153
)	
WALTER JEROME CLARKE (CRD)	DECISION NO. 76789
#2579982),)	
)	ORDER ACCEPTING WITHDRAWAL OF
WEALTH INDEX ADVISORS, LLC (CRD)	APPLICATIONS AND CONSENT TO SAME
#281750), an Arizona limited liability)	
company,)	BY: WALTER JEROME CLARKE AND
)	WEALTH INDEX ADVISORS, LLC
Respondents.)	
)	

Respondents Walter Jerome Clarke ("Clarke") and Wealth Index Advisors, LLC ("WIA") elect to permanently waive any right to a hearing and appeal under Articles 7 and 8 of the Arizona Investment Management Act, A.R.S. § 44-3101 *et seq.* ("Investment Management Act") with respect to this Order Accepting Withdrawal of Applications and Consent to Same ("Order"). Respondents admit the jurisdiction of the Arizona Corporation Commission ("Commission"); admit the Findings of Fact and Conclusions of Law contained in this Order; and consent to the entry of this Order by the Commission.

I.**FINDINGS OF FACT**

1. WIA is a limited liability company organized under the laws of the State of Arizona on or about September 25, 2015.
2. At all times material to this matter, Clarke has been a resident of Arizona.
3. Clarke has been the sole manager and member of WIA since its formation.
4. On February 18, 2016, WIA filed an application with the Commission for licensure as an investment adviser.

5. On February 19, 2016, Clarke filed an application with the Commission for licensure as an investment adviser representative in association with WIA.

6. On May 24, 2017, the Division filed a Notice of Opportunity for Hearing Regarding Proposed Order of Denial which sought denial of Clarke's and WIA's applications for licensure pursuant to A.R.S. § 44-3201.

7. On November 22, 2017, Clarke requested the withdrawal of his application.

8. On December 12, 2017, WIA requested the withdrawal of its application.

II.

CONCLUSIONS OF LAW

9. The Commission has jurisdiction over this matter pursuant to Article XV of the Arizona Constitution and the Investment Management Act.

III.

ORDER

THEREFORE, on the basis of the Findings of Fact, Conclusions of Law, and Respondents' consent to the entry of this Order, attached and incorporated by reference, the Commission finds that the following is appropriate:

IT IS ORDERED that Respondents comply with the attached Consent to Entry of Order.

IT IS FURTHER ORDERED that Wealth Index Advisors, LLC's withdrawal of its application for licensure as an investment adviser is accepted.

IT IS FURTHER ORDERED that Walter Jerome Clarke's withdrawal of his application for licensure as an investment adviser representative is accepted.

IT IS FURTHER ORDERED that each party shall bear its own attorney's fees and costs.

IT IS FURTHER ORDERED that if Respondents fail to comply with this Order, the Commission may bring further legal proceedings against Respondents, including application to the superior court for an order of contempt.

IT IS FURTHER ORDERED that this Order shall become effective immediately.

BY ORDER OF THE ARIZONA CORPORATION COMMISSION



CHAIRMAN FORESE



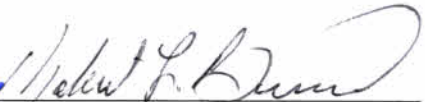
COMMISSIONER DUNN



COMMISSIONER TOBIN



COMMISSIONER OLSON



COMMISSIONER BURNS



IN WITNESS WHEREOF, I, Interim Executive Director of the Arizona Corporation Commission, have hereunto set my hand and caused the official seal of the Commission to be affixed at the Capitol, in the City of Phoenix, this 8 day of August, 2018.


INTERIM EXECUTIVE DIRECTOR

DISSENT

DISSENT

This document is available in alternative formats by contacting Kacie Cannon, ADA Coordinator, voice phone number (602) 542-3931, e-mail kcannon@azcc.gov.

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CONSENT TO ENTRY OF ORDER

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2 1. Respondents admit the jurisdiction of the Commission over the subject matter of this
3 proceeding. Respondents acknowledge that they have been fully advised of their right to a hearing
4 to present evidence and call witnesses and they knowingly and voluntarily waive any and all rights
5 to a hearing before the Commission and all other rights otherwise available under Article 7 of the
6 Investment Management Act and Title 14 of the Arizona Administrative Code. Respondents
7 acknowledge that this Order Accepting Withdrawal of Applications and Consent to Same ("Order")
8 constitutes a valid final order of the Commission.

9 2. Respondents knowingly and voluntarily waive any right under Article 8 of the
10 Investment Management Act to judicial review by any court by way of suit, appeal, or
11 extraordinary relief resulting from the entry of this Order.

12 3. Respondents acknowledge and agree that this Order is entered into freely and
13 voluntarily and that no promise was made or coercion used to induce such entry.

14 4. Respondents have been represented by an attorney in this matter, have reviewed this
15 Order with their attorney, Paul Roshka of Polsinelli PC, and understand all terms it contains.
16 Respondents acknowledge that their attorney has apprised them of their rights regarding any
17 conflicts of interest arising from dual representation. Respondents acknowledge that they have
18 each given their informed consent to such representation.

19 5. Respondents admit the Findings of Fact and Conclusions of Law contained in this
20 Order. Respondents agree that they shall not contest the validity of the Findings of Fact and
21 Conclusions of Law contained in this Order in any present or future proceeding in which the
22 Commission is a party.

23 6. By consenting to the entry of this Order, Respondents agree not to take any action or
24 to make, or permit to be made, any public statement denying, directly or indirectly, any Finding of
25 Fact or Conclusion of Law in this Order or creating the impression that this Order is without factual
26 basis.

1 7. While this Order settles this administrative matter between Respondents and the
2 Commission, Respondents understand that this Order does not preclude the Commission from
3 instituting other administrative or civil proceedings based on violations that are not addressed by
4 this Order.

5 8. Respondents understand that this Order does not preclude the Commission from
6 referring this matter to any governmental agency for administrative, civil, or criminal proceedings
7 that may be related to the matters addressed by this Order.

8 9. Respondents understand that this Order does not preclude any other agency or
9 officer of the state of Arizona or its subdivisions from instituting administrative, civil, or criminal
10 proceedings that may be related to matters addressed by this Order.

11 10. Respondents consent to the entry of this Order and agree to be fully bound by its
12 terms and conditions.

13 11. Respondents acknowledge and understand that if they fail to comply with the
14 provisions of the order and this consent, the Commission may bring further legal proceedings
15 against them, including application to the superior court for an order of contempt.

16 12. Clarke represents that he is the Managing Member of WIA and has been authorized
17 by WIA to enter into this Order for and on behalf of WIA.

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Walter Jerome Clarke

STATE OF ARIZONA)
) ss
County of)

SUBSCRIBED AND SWORN TO BEFORE me this 15th day of June, 2018.



NOTARY PUBLIC

My commission expires:

April 6, 2019



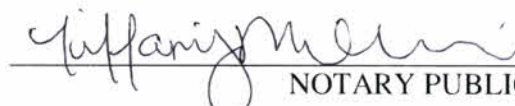
Wealth Index Advisors, LLC

By: 

Its: Managing Member

STATE OF ARIZONA)
) ss
County of)

SUBSCRIBED AND SWORN TO BEFORE me this 15th day of June, 2018.



NOTARY PUBLIC

My commission expires:

April 6, 2019



1 SERVICE LIST FOR: Walter Jerome Clarke and Wealth Index Advisors, LLC

2
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4 Craig M. Waugh
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1 **BEFORE THE ARIZONA CORPORATION COMMISSION**

2
3 COMMISSIONERS

4 TOM FORESE - Chairman
5 BOB BURNS
6 ANDY TOBIN
7 BOYD DUNN
8 JUSTIN OLSON

9 In the matter of:

10 WALTER JEROME CLARKE (CRD# 2579982),)

11 WEALTH INDEX ADVISORS, LLC (CRD#)
12 281750), an Arizona limited liability company,)

13 Respondents.)

DOCKET NO. S-21013A-17-0153

**CERTIFICATION OF SERVICE OF
PROPOSED OPEN MEETING
AGENDA ITEM**

14 On this 5th day of July, 2018, the foregoing document was filed with Docket Control as a
15 Securities Division Memorandum & Proposed Order, and copies of the foregoing were mailed on
16 behalf of the Securities Division to the following who have not consented to email service. On this
17 date or as soon as possible thereafter, the Commission's eDocket program will automatically email
18 a link to the foregoing to the following who have consented to email service.

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Attorneys for Respondents

By:



Emie R. Bridges, Executive Assistant